

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA
Title III

No. 17 BK 3283-LTS

Re: ECF Nos. 18394, 18592

(Jointly Administered)

**AAFAF'S URGENT MOTION TO EXTEND ITS OBJECTION DEADLINES WITH
RESPECT TO THE SEVENTH AMENDED TITLE III JOINT PLAN OF ADJUSTMENT
OF THE COMMONWEALTH OF PUERTO RICO, ET AL. FILED BY THE
OVERSIGHT BOARD**

To the Honorable United States District Judge Laura Taylor Swain:

AAFAF² respectfully submits this urgent motion for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Proposed Order”), extending AAFAF’s deadlines to file objections to Plan confirmation and the proposed Confirmation Order (the “Objection Deadlines”), as set forth in the Court’s *Amended Order Establishing Procedures and Deadlines Concerning*

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the *Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al.* (the “Plan”) [ECF No. 17627].

Objections to Confirmation and Discovery in Connection Therewith (the “Scheduling Order”)

[ECF No. 18394]. In support hereof, AAFAF states as follows:

1. The relief sought through this urgent motion is of the utmost importance given the current status and complex legislative process. AAFAF believes that an extension of the Objection Deadlines is the most constructive path forward at this time.

2. Today, the Court entered an order directing certain parties to appear for an urgent status conference on Monday, October 25, 2021 to explain the status of the proposed Plan. AAFAF and Governor Pierluisi have been diligently working with the Oversight Board and Puerto Rico’s Legislature to finalize legislation (the “Title III Exit Legislation”) to authorize the transactions set forth in the Plan with consensual Plan modifications that protect Puerto Rico’s public pensioners. The Puerto Rico House of Representatives approved the Title III Exit Legislation on October 19, 2021. The Puerto Rico Senate is currently in recess until next Tuesday, October 26, 2021.

3. Given the Title III Exit Legislation’s current status, AAFAF believes that filing its objection to Plan confirmation or to the proposed Confirmation Order at this time would be detrimental to the overall Plan process. Prior to the Plan-related Objection Deadline,³ in connection with AAFAF’s request to extend the Plan Objection Deadline, the Oversight Board advised AAFAF it would not object to AAFAF’s Plan objection as late-filed. AAFAF then filed a reservation of rights with the Court.⁴

³ The Scheduling Order sets October 19, 2021 as the deadline to file objections to the Plan, and October 22, 2021 as the deadline to file objections to the Oversight Board’s proposed Confirmation Order.

⁴ See AAFAF’s *Reservation of Rights Regarding the Seventh Amended Title III Joint Plan of Adjustment of the Commonwealth of Puerto Rico, et al. Filed By the Oversight Board* [ECF No. 18592].

4. Because the legislative process is still ongoing, AAFAF believes that further extension of the Plan Objection deadline and an extension of the Confirmation Order deadline is warranted and the best path forward for the ultimate resolution of these cases.

5. AAFAF therefore requests an extension of its Objection Deadlines to October 27, 2021—the day after the Puerto Rico Senate is scheduled to reconvene. Counsel for AAFAF requested the Oversight Board consent to this extension and, as informed by counsel for the Oversight Board, **the Oversight Board did not affirmatively consent to such extension.** However, there is no prejudice to the requested extension. Rather, prejudice to all parties may result from forcing AAFAF to file its objections at this time.

6. To the extent it would assist the Court in assessing this urgent motion's merits, AAFAF will be present and willing to answer any questions at the urgent status conference scheduled for Monday, October 25, 2021 at 9:00 am (AST).

7. Pursuant to Paragraph I.H of the *Fifteenth Amended Notice, Case Management and Administrative Procedures* [ECF No. 17127-1], AAFAF certifies it has carefully examined the matter and concluded that there is a true need for an urgent motion; it has not created the urgency through any lack of due diligence; has made a bona fide effort to resolve the matter without a hearing; has made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court, and the Oversight Board did not affirmatively consent to the relief requested herein.

8. AAFAF reserves all of its rights with respect to the proposed Confirmation Order and the Plan, including AAFAF's right to address any unresolved issues with respect to the proposed Confirmation Order and the Plan at the Confirmation Hearing, if necessary.

WHEREFORE, AAFAF requests the Court enter the Proposed Order and grant such other relief as is just and proper.

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Dated: October 22, 2021
San Juan, Puerto Rico

Respectfully submitted,

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